

Walchand PeopleFirst Ltd.  
Veritas Tower,  
Unit Number 106A & 106B,  
First Floor, IBIS Hotel Complex,  
Golf Course Road, Sector 53,  
Gurgaon, Haryana - 122 002  
Email: [contact@walchandgroup.com](mailto:contact@walchandgroup.com)  
Website : [www.walchandpeoplefirst.com](http://www.walchandpeoplefirst.com)  
L74140MH1920PLC000791



Date: 01<sup>st</sup> July, 2022

To,  
Corporate Relationship Department,  
BSE Limited,  
Dalal Street, Phiroze Ieejeebhoy Towers,  
Mumbai – 400 001.

Dear Sir/Ma'am,

**Sub: Scrutinizer's Report for the 102<sup>nd</sup> Annual General Meeting of Walchand PeopleFirst Limited held on Thursday, 30<sup>th</sup> June, 2022.**

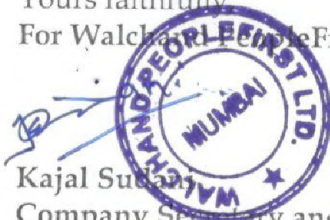
This is to inform you that the 102<sup>nd</sup> Annual General Meeting ("AGM") of Walchand PeopleFirst Limited ("the Company") was held on Thursday, 30<sup>th</sup> June, 2022 through VC / OAVM which commenced at 11.30 A.M. IST and concluded at 12.09 P.M. IST.

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, details regarding the voting results of the business transacted at the AGM are enclosed. Consolidated Report of the Scrutinizer on remote e-voting prior and e-voting during the AGM dated 30<sup>th</sup> June, 2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 is also enclosed herewith.

The above are also being uploaded on the Company's website [www.walchandpeoplefirst.com](http://www.walchandpeoplefirst.com) and on the website of Central Depository Services (India) Limited (CDSL) <https://www.evotingindia.com>.

Kindly take the same on record and oblige.

Thanking you  
Yours faithfully,  
For Walchand PeopleFirst Limited



Kajal Sushant  
Company Secretary and Compliance Officer  
Membership No.: ACS 45271

Encl: a/a

# Pramod S. Shah & Associates

Practising Company Secretaries

3rd Floor, LA-SHEWA Bldg., Next to Fedex, 233, P. D' Mello Road, Opp. St. George Hospital, Near CST, Mumbai - 400 001.  
Tel. : 91-22-2271 7700 • Email : saurabhshah@psaprofessionals.com • Website : cpspa.co.in

## Report of Scrutinizer

*(Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014)*

To,  
Ms. Pallavi Jha,  
Chairperson and Managing Director,  
Walchand PeopleFirst Limited,  
1<sup>st</sup> Floor, Construction House,  
5-Walchand Hirachand Marg,  
Ballard Estate,  
Mumbai - 400 001.

Dear Madam,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 for 102<sup>nd</sup> Annual General Meeting of Walchand PeopleFirst Limited held on Thursday, 30<sup>th</sup> June, 2022 at 11:30 A.M through Video Conferencing (VC)/ other audio visual means. (OAVM).

I, Pramod S. Shah, Partner of M/s. Pramod S. Shah & Associates, Practising Company Secretaries, appointed as the Scrutinizer for the purpose of Scrutinizing the remote e-voting process before AGM and e-voting process during the AGM) under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014, as amended from time to time and as per the MCA General Circular No. 2/2022 dated May 5, 2022 read with Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 read with Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 read with SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 for the Resolutions proposed at the 102<sup>nd</sup> Annual General Meeting (AGM) of the Members of Walchand PeopleFirst Limited held on 30<sup>th</sup> June, 2022 at 11:30 a.m. IST through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") in order to ascertain requisite majority on voting conducted through remote e-voting process (before and during the AGM).

I hereby submit my Scrutinizer's report as follows:

- The notice convening the meeting was placed on the website of the Company and that of the Agency Central Depository Services Limited (CDSL).
- The notice dated 06<sup>th</sup> June, 2022, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM

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of the Company through **electronic mode** to those Members whose email addresses are registered with the **Company/ Depositories**, in compliance with the MCA General Circular No. 2/2022 dated May 5, 2022 read with Circular No. 21/2021 dated December 14, 2021, Circular dated January 13, 2021 read with circulars dated May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 13, 2022, January 13, 2021 and May 12, 2020.

- The Company had availed the **e-voting facility** offered by Central Depository Services Limited (CDSL) for **conducting remote e-voting** and e-voting on the day of AGM by the Shareholders of the Company.
- The members of the Company were **given an option** to vote through remote e-voting system before AGM and **e-voting during** the AGM provided by CDSL.
- The members of the Company holding shares as on the "cut-off" date of Thursday, June 23, 2022 were entitled to vote on the proposed resolutions as contained in the Notice of the AGM by remote **e-voting system** prior to AGM and e-voting system during the AGM.
- The e-voting period commenced from **09:00 A.M.** on Monday, 27<sup>th</sup> June, 2022 and ended on Wednesday, 29<sup>th</sup> June, 2022 at **05:00 P.M.**
- Accordingly, the electronic votes cast were taken into account and at the end of the voting period, on Wednesday, 29<sup>th</sup> June, 2022 the CDSL portal was blocked for voting.
- The register has been maintained **electronically** to record the assent or dissent, received, mentioning the particulars of **name, address, folio no.,** or client ID of the shareholders, no. of shares held by them, **nominal value** of such shares. There were no shares with differential voting rights in the Company, hence there was no requirement of maintaining the list of shares with differential voting rights.
- The Company had also provided remote **e-voting facility** to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.
- I have scrutinized and reviewed the **remote e-voting** prior and during the AGM and votes cast therein based on the **data downloaded** from the CDSL e-voting system.
- The Management of the Company is **responsible** to ensure compliance with the requirements of the Act and rules relating to **remote e-voting** prior and during the AGM on the resolutions contained in the notice of the AGM.
- My responsibility as scrutinizer for the **remote e-voting** is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.



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Note: After the Completion of Voting period, the results were unblocked in presence of two witnesses not being in the employment of the Company.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting on the day of AGM in respect of the said resolutions.

The consolidated results of the Voting are as under:

## Resolutions:

### Ordinary Resolution -1:

To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2022, the Reports of the Directors and Auditors thereon.

#### (i) Voted in favour of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	13	17,25,477	99.9999%

#### (ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast not in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	1	1	0.0001

#### (iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Remote e-voting (including e-voting at the meeting)	NIL	NIL

### Ordinary Resolution -2:

To declare a final dividend at the rate of Rs. 1.25 (One Rupee and Twenty Five Paise only), being 12.5%, per equity share of Rs. 10/- each of the Company for the financial



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year ended 31<sup>st</sup> March, 2022:

(i) Votes in favour of resolution

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	13	17,25,477	99.9999%

(ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast not in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	1	1	0.0001

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Remote e-voting (including e-voting at the meeting)	NIL	NIL

Ordinary Resolution -3:

To appoint a Director in place of Mr. Sanjay Divakar Jha (DIN: 00068519), who retires by rotation and being eligible, offers himself for re-appointment:

(iv) Votes in favour of resolution

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	13	17,25,477	99.9999%

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(v) Voted against the resolution:

Mode	Number of Members Voted	of	Number of votes cast not in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	1		1	0.0001

(vi) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Remote e-voting (including e-voting at the meeting)	NIL	NIL

**Special Resolution - 4:**

To re-appoint Ms. Pallavi Jha (DIN: 00068483), Chairperson and Managing Director of the Company for a period of two years and one month and fixing of the remuneration to be paid for the period commencing from 01<sup>st</sup> May, 2022 to 31<sup>st</sup> May, 2023:

(i) Voted in favour of the resolutions:

Mode	Number of Members Voted	of	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	13		17,25,477	99.9999%

(ii) Voted against the resolution:

Mode	Number of Members Voted	of	Number of votes cast not in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	1		1	0.0001

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in category
Remote e-voting (including e-voting at the meeting)	NIL	NIL

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meeting)

## Special Resolution - 5:

To re-appoint Mr. Sanjay Jha (DIN: 00068519), Whole-Time Director of the Company for a period of two years and one month and fixing of the remuneration to be paid for the period commencing from 01<sup>st</sup> May, 2022 to 31<sup>st</sup> May, 2023:

### (iv) Voted in favour of the resolutions:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	13	17,25,477	99.9999%

### (v) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast not in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	1	1	0.0001

### (vi) Invalid votes:

Mode	Number of Members in this category	Number of votes in category
Remote e-voting (including e-voting at the meeting)	NIL	NIL

## Result

As the number of votes cast in favour of aforesaid resolutions were more than the number of votes cast against, we report that Resolution No. 1 to 3 as set out in the Notice of Annual General Meeting are passed in favour of the resolutions with requisite majority.

The Resolution No. 4 to 5 as set out in the Notice of Annual General Meeting has received 99% votes in its favour and is therefore successfully passed as a Special Resolution.

All relevant records of electronic voting will remain in our custody until the



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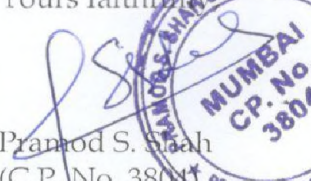
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Chairperson considers, approves and signs the Minutes of 102<sup>nd</sup> Annual General Meeting and the same shall be provided thereafter to the Chairperson for safe custody.

Thanking you,

Yours faithfully,

  
Pramod S. Shah  
(C.P. No. 3804)  
UDIN: F000334D000550477



Date: 1<sup>st</sup> July, 2022  
Place: Mumbai

For Walchand PeopleFirst Limited

  
Ms. Pallavi Jha  
Chairperson and Managing Director  
DIN: 00068483

